Ally Financial Inc. Form 4 March 31, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Halmy Christopher A			2. Issuer Name a Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
			Ally Financial	-	(Che	eck all applicable)		
(Last)	(First)	(Middle)	3. Date of Earlies	t Transaction				
			(Month/Day/Year)	Director	10% Owner		
200 RENAISSANCE CENTER			03/27/2015		below)	ve titleOther (specify below)		
					Chie	f Financial Officer		
	(Street)		4. If Amendment,	Date Original	6. Individual or .	Joint/Group Filing(Check		
			Filed(Month/Day/Y	Year)	Applicable Line)			
					•	One Reporting Person		
DETROIT,	MI 48265				Person	More than One Reporting		
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acq	quired, Disposed	of, or Beneficially Owned		
1.Title of	2. Transaction	Date 2A. Deen	ned 3.	4. Securities Acquired	5. Amount of	6. Ownership 7. Nature		

1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if		4. Securities on(A) or Dispo	osed of (D)	5. Amount of Securities	6. Ownership Form: Direct	Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4 a	nd 5)	Beneficially Owned Following	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				(A) or	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock (1)	03/27/2015		Code V M	Amount (I 1,414 A	D) Price \$ 0	115,640	D	
Common Stock	03/27/2015		D	1,414 D	\$ 21.15 (2)	114,226	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474

(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Code	le Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pric Deriva Securi (Instr.
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units (DSU)	(3)	03/27/2015	M		1,414	(3)	<u>(3)</u>	Common Stock	1,414	\$ (

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

Halmy Christopher A 200 RENAISSANCE CENTER

Chief Financial Officer

Signatures

DETROIT, MI 48265

/s/ Cathy L. Quenneville, attorney-in-fact for Mr. Halmy

03/31/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The common stock reported includes shares issued upon the settlement of a portion of DSUs awarded in prior periods.
- (2) Represents the per share fair market value of the Company's common stock as of March 18, 2015.
- Each Deferred Stock Unit (DSU) represents a vested right to receive the value of one share of the Company's common stock in cash equal to the fair market value of a share of the Company's common stock. DSUs do not have an expiration or exercise date or carry a conversion price. May reflect rounding of fractional shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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